SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

			or Sect	1011 30(11) 01	the Investment Company Act of 19	40				
1. Name and Address of Reporting Person* LAWRENCE JEFFREY D (Last) (First) (Middle) 30 FRANK LLOYD WRIGHT DR			2. Date of Event Requiring Stater (Month/Day/Yea 08/28/2015	ment	3. Issuer Name and Ticker or Trading Symbol <u>DOMINOS PIZZA INC</u> [ DPZ ]					
					4. Relationship of Reporting Perso (Check all applicable) Director Officer (give title	10% Owner		5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) ANN MI 48105 ARBOR		-		X Onicer (give the below) Chief Financial C	Other (specify below) Officer		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Perso Form filed by More than One Reporting Person			
(City)	(State)	(Zip)								
			Table I - Nor	n-Derivat	ive Securities Beneficiall	y Owned				
1. Title of Security (Instr. 4)					. Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock, \$0.01 par value					9,541.478(1)(2)(3)(4)(5)(6)	D				
					e Securities Beneficially ( nts, options, convertible		s)			
1. Title of Derivative Security (Instr. 4)			2. Date Exerc Expiration Da (Month/Day/)	ate	3. Title and Amount of Securit Underlying Derivative Security		4. Conversion or Exercise Price of		6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiratior Date	n Title	Amount or Number of Shares	Derivative Security			
Option to Purchase Common Stock			07/18/2012	07/18/2017	Common Stock, \$0.01 par value	10,800	10.06	D		
Option to Purchase Common Stock		07/16/2012	07/16/2019	Common Stock, \$0.01 par value	4,000	7.97	D			
Option to Purchase Common Stock			07/18/2012	07/18/2017	Common Stock, \$0.01 par value	2,700	10.06	D		
Option to Purchase Common Stock		07/16/2013	07/16/2018	Common Stock, \$0.01 par value	9,600	10.88	D			
Option to Purchase Common Stock		07/16/2013	07/16/2018	Common Stock, \$0.01 par value	4,000	10.88	D			
Option to Purchase Common Stock		07/16/2013	07/16/2018	value	2,400	7.88	D			
Option to Purchase Common Stock		07/16/2013	07/16/2018	Common Stock, \$0.01 par value	1,000	7.88	D			
Option to Purchase Common Stock		07/17/2017 <sup>(7)</sup>	07/17/2023	Common Stock, \$0.01 par value	1,470	63.05	D			
Dption to Purchase Common Stock		07/16/2018 <sup>(8)</sup>	07/16/2024	Common Stock, \$0.01 par value	2,630	73.04	D			
Option to Purchase Common Stock		07/15/2019 <sup>(9)</sup>	07/15/2025	Common Stock, \$0.01 par value	2,060	118.54	D			
Option to Du	rchase Comm	on Stock	07/15/2019 <sup>(9)</sup>	07/15/2025	Common Stock, \$0.01 par	9,070	118.54	D		

Explanation of Responses:

1. Includes 823.345 shares acquired under the Domino's Employee Stock Payroll Deduction Plan.

2. Includes 890 shares of common stock representing two-fourths of an original grant of performance-based restricted stock that shall vest one-half on each of July 17, 2016 and July 17, 2017 if applicable performance conditions are achieved.

3. Includes 1,060 shares of common stock representing two-fourths of an original grant of performance-based restricted stock that shall vest one-half on each of February 27, 2016 and February 27, 2017 if applicable performance conditions are achieved.

4. Includes 1,133 shares of common stock representing three-fourths of an original grant of performance-based restricted stock that shall vest one-third on each of July 16, 2016, July 16, 2017 and July 16, 2018 if applicable performance conditions are achieved.

5. Includes 960 shares of common stock representing a grant of performance-based restricted stock that shall vest one-fourth on each of July 15, 2016, July 15, 2017, July 15, 2018 and July 15, 2019 if applicable performance conditions are achieved.

6. Includes 2,110 shares of common stock representing a grant of performance-based restricted stock that shall vest one-fourth on each of July 15, 2016, July 15, 2017, July 15, 2018 and July 15, 2019 if applicable performance conditions are achieved.

7. The options to purchase common stock vest one-fourth each year on the anniversary date of the grant date. Thus, one-fourth vested on each of July 17, 2014 and July 17, 2015, and one-fourth shall vest on each of July 17, 2016 and July 17, 2017.

8. The options to purchase common stock vest one-fourth each year on the anniversary date of the grant date. Thus, one-fourth vested on July 16, 2015, and one-fourth shall vest on each of July 16, 2016, July 16, 2017 and July 16, 2018.

9. The options to purchase common stock vest one-fourth each year on the anniversary date of the grant date. Thus, one-fourth shall vest on each of July 15, 2016, July 15, 2017, July 15, 2018 and July 15, 2019.

**Remarks:** 

/s/ Adam J. Gacek, attorney-infact 09/01/2015

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

Know all by these present, that the undersigned hereby constitutes and appoints Adam Gacek and Stacey Rodriguez, signing singly, the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Domino's Pizza, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 28th day of August, 2015.

/s/ Jeffrey D. Lawrence JEFFREY D. LAWRENCE